

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)
FRANCHISE GROUP, INC., *et al.*,¹) Chapter 11
Debtors.²) Case No. 24-12480 (LSS)
) (Jointly Administered)
)

**NOTICE OF (I) ENTRY OF THE TOPCO CONFIRMATION
ORDER (II) OCCURRENCE OF EFFECTIVE DATE WITH RESPECT
TO FREEDOM VCM HOLDINGS, LLC, AND (III) RELATED BAR DATES**

PLEASE TAKE NOTICE THAT on July 1, 2025, the United States Bankruptcy Court for the District of Delaware (the “Bankruptcy Court”) confirmed the *Ninth Amended Joint Chapter 11 Plan of Franchise Group, Inc. and Its Debtor Affiliates* [Docket No. 1454] (the “Plan”) with respect to Freedom VCM Holdings, LLC (“TopCo”),³ which was attached as Exhibit A to

¹ The Debtors in these chapter 11 cases, along with the last four digits of their U.S. federal tax identification numbers, to the extent applicable, are Franchise Group, Inc. (1876), Freedom VCM Holdings, LLC (1225), Freedom VCM Interco Holdings, Inc. (2436), Freedom Receivables II, LLC (4066), Freedom VCM Receivables, Inc. (0028), Freedom VCM Interco, Inc. (3661), Freedom VCM, Inc. (3091), Franchise Group New Holdco, LLC (0444), American Freight FFO, LLC (5743), Franchise Group Acquisition TM, LLC (3068), Franchise Group Intermediate Holdco, LLC (1587), Franchise Group Intermediate L, LLC (9486), Franchise Group Newco Intermediate AF, LLC (8288), American Freight Group, LLC (2066), American Freight Holdings, LLC (8271), American Freight, LLC (5940), American Freight Management Company, LLC (1215), Franchise Group Intermediate S, LLC (5408), Franchise Group Newco S, LLC (1814), American Freight Franchising, LLC (1353), Home & Appliance Outlet, LLC (n/a), American Freight Outlet Stores, LLC (9573), American Freight Franchisor, LLC (2123), Franchise Group Intermediate B, LLC (7836), Buddy’s Newco, LLC (5404), Buddy’s Franchising and Licensing LLC (9968), Franchise Group Intermediate V, LLC (5958), Franchise Group Newco V, LLC (9746), Franchise Group Intermediate BHF, LLC (8260), Franchise Group Newco BHF, LLC (4123), Valor Acquisition, LLC (3490), Vitamin Shoppe Industries LLC (3785), Vitamin Shoppe Global, LLC (1168), Vitamin Shoppe Mariner, LLC (6298), Vitamin Shoppe Procurement Services, LLC (8021), Vitamin Shoppe Franchising, LLC (8271), Vitamin Shoppe Florida, LLC (6590), Betancourt Sports Nutrition, LLC (0470), Franchise Group Intermediate PSP, LLC (5965), Franchise Group Newco PSP, LLC (2323), PSP Midco, LLC (6507), Pet Supplies “Plus”, LLC (5852), PSP Group, LLC (5944), PSP Service Newco, LLC (6414), WNW Franchising, LLC (9398), WNW Stores, LLC (n/a), PSP Stores, LLC (9049), PSP Franchising, LLC (4978), PSP Subco, LLC (6489), PSP Distribution, LLC (5242), Franchise Group Intermediate SL, LLC (2695), Franchise Group Newco SL, LLC (7697), and Educate, Inc. (5722). The Debtors’ headquarters is located at 2371 Liberty Way, Virginia Beach, Virginia 23456.

² On June 6, 2025, the Confirmation Debtors emerged from chapter 11 and are now the Reorganized Debtors, as applicable. *See Notice of (I) Entry of Confirmation Order, (II) Occurrence of Effective Date, and (III) Related Bar Dates* [Docket No. 1605] (the “Notice of Confirmation Debtors’ Effective Date”).

³ Capitalized terms used but not otherwise defined herein shall have the meanings given to them in the Plan or the TopCo Confirmation Order, as applicable.

the *Findings of Fact, Conclusions of Law, and Order Confirming the Ninth Amended Joint Chapter 11 of Freedom VCM Holdings, LLC* [Docket No. 1682] (the “TopCo Confirmation Order”).

PLEASE TAKE FURTHER NOTICE THAT the Effective Date of the Plan with respect to TopCo occurred on July 3, 2025.

PLEASE TAKE FURTHER NOTICE THAT pursuant to Article X of the Plan, unless otherwise provided by a Final Order of the Bankruptcy Court, all Proofs of Claim with respect to Claims arising from the rejection of Executory Contracts or Unexpired Leases, pursuant to the Plan or the TopCo Confirmation Order, if any, must be Filed with the Claims Agent within thirty (30) days after the date of the effectiveness of the rejection of the applicable Executory Contract or Unexpired Lease. All Allowed Claims arising from the rejection of TopCo’s Executory Contracts or Unexpired Leases (if any) shall constitute General Unsecured Claims against TopCo and shall be treated in accordance with Article V of the Plan and the applicable provisions of the Bankruptcy Code and the Bankruptcy Rules.

PLEASE TAKE FURTHER NOTICE THAT, except as otherwise provided by the TopCo Confirmation Order, the Plan, or a Final Order of the Bankruptcy Court, the deadline for filing requests for payment of Administrative Expense Claims against TopCo shall be August 4, 2025 (the “Administrative Bar Date”), which is the first Business Day that is thirty (30) days after the Effective Date; provided that, for the avoidance of doubt, the Administrative Bar Date with respect to the Confirmation Debtors is July 7, 2025.⁴ If a Holder of an Administrative Expense Claim against TopCo (other than U.S. Trustee Fees) that is required to, but does not, file and serve a request for payment of such Administrative Expense Claim by the Administrative Bar Date, such Administrative Expense Claim shall be forever barred and discharged. If for any reason any such Administrative Expense Claims is incapable of being forever barred and disallowed, then the Holder of such Claim shall in no event have recourse to any property to be distributed pursuant to the Plan.

PLEASE TAKE FURTHER NOTICE THAT, pursuant to the Plan, the deadline to file final requests for payment of Professional Fee Claims against TopCo is August 18, 2025 (the “Professional Fee Application Deadline”), which is the first Business Day that is forty-five (45) days after the Effective Date of the Plan with respect to TopCo; provided that, for the avoidance of doubt, the Professional Fee Application Deadline with respect to the Confirmation Debtors is July 21, 2025.⁵ All professionals must file final requests for payment of Professional Fee Claims by no later than the Professional Fee Application Deadline to receive final approval of the fees and expenses incurred in these Chapter 11 Cases.

PLEASE TAKE FURTHER NOTICE THAT the Plan and its provisions are binding on the Debtors (including TopCo), any Holder of a Claim or Equity Interest and such Holder’s

⁴ See Notice of Confirmation Debtors’ Effective Date.

⁵ See Notice of Confirmation Debtors’ Effective Date.

respective successors and assigns, whether or not the Claim or Equity Interest of such Holder is Impaired under the Plan, and whether or not such Holder or Entity voted to accept the Plan.

PLEASE TAKE FURTHER NOTICE THAT copies of the Plan, the Non-TopCo Confirmation Order, the TopCo Confirmation Order, and other documents and materials Filed in these Chapter 11 Cases may be obtained at no charge from the Debtors' Claims Agent by (a) visiting the Debtors' restructuring website at <https://cases.ra.kroll.com/FRG>, (b) writing to: Franchise Group, Inc. Ballot Processing Center, c/o Kroll Restructuring Administration LLC, 850 3rd Avenue, Suite 412, Brooklyn, NY 11232, (c) emailing FRGinfo@ra.kroll.com (with "Franchise Group Solicitation Inquiry" in the subject line), or (d) calling the Debtors' Claims Agent at (844) 285-4564 (U.S./Canada toll free) or +1 (646) 937-7751 (International). You may also obtain copies of any pleadings Filed in these Chapter 11 Cases for a fee via PACER at: <https://ecf.deb.uscourts.gov/>.

Dated: July 3, 2025
Wilmington, Delaware

/s/ Allison S. Mielke

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